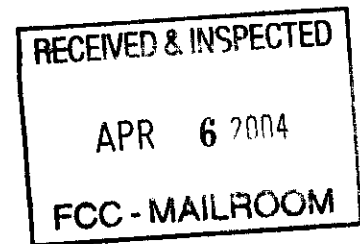


ORIGINAL

April 2, 2004



Marlene H. Dortch, Secretary
Federal Communications Commission
Office of the Secretary
445 12th Street, SW
Washington, DC 20554


RE: **Notice of Ex Parte Communication**

WC Docket Nos. 02-33, 02-52, 01-337, 01-338, 03-266, 04-36

Dear Ms. Dortch:

On March 31, 2004, Steve Gray, James Thompson and Bill Courter met with Commissioner Adelstein and Legal Advisor for Wireline Issues Scott Bergmann regarding issues in the above-referenced docket concerning the possible impact on the facilities-based CLEC industry. We are also filing the attached document that was discussed and left behind during this meeting.

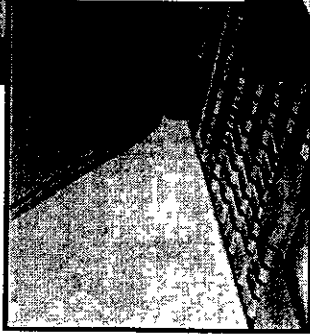
Very truly yours,


William H. Courter
Assistant General Counsel

Cc: Commissioner Adelstein
Scott Bergmann

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McLeodUSA[®]

VOICE • DATA • INTERNET

Company Overview



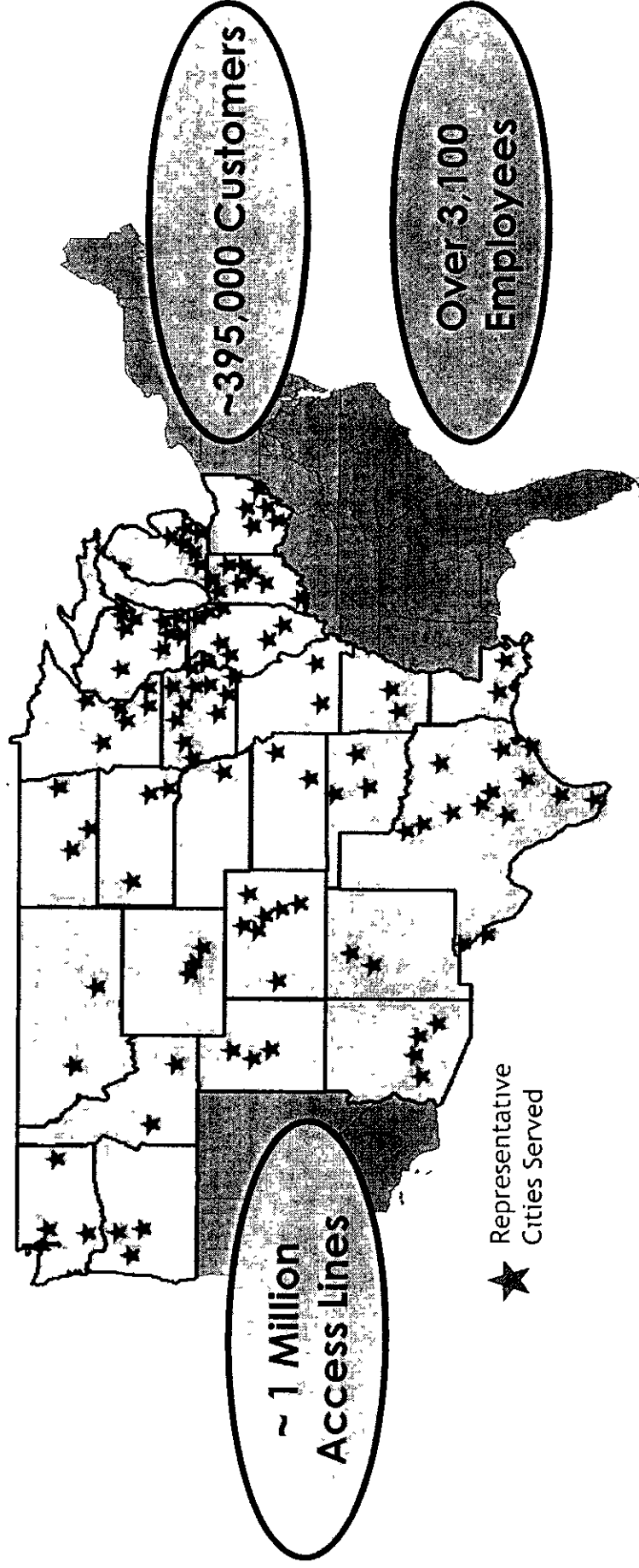
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- Forstmann Little & Co. today owns 58% of McLeodUSA
- Focused strategy on integrated communication services in a 25-state footprint covering Midwest, Southwest, Northwest and Rocky Mountains
- New, experienced management team has executed strategic initiatives that have substantially improved the operation of the business
- One of the nation's largest, independent competitive telecommunications services providers
 - Approximately 1 million business and residential access lines in service
 - 65% UNE-L; 35% UNE-P/Resale
 - Approximately 395,000 customers at 4Q03
 - Approximately \$870 million of Telco revenue in 2003
 - Positive Telco EBITDA since 2Q02

McLeodUSA's 25 State Footprint



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38 ATM Switches	1,003 Collocations
274 Voice Switches	485 DSLAMs

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- Customer oriented thinking
- Simplified products... to sell, deliver, bill and service... packaged to provide value-added customer solutions
- Low cost, highly reliable, facilities-based network
- Streamlined business processes and the “right” systems infrastructure... scalable for growth
- Trained, committed workforce... high quality performance
- Teamwork, integrity and accountability in all we do
- Focus on profitable revenue growth & positive cash flow

2003 Operating Highlights



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Significantly Improved Operational and Financial Performance


	<u>2002</u>	<u>2003</u>
• Customer satisfaction	85%	92%
• Billing ticket accuracy	99.3%	99.7%
• Network reliability	99.994%	99.999%
• Business line churn	2.5%	1.8%
• Total line churn	2.6%	2.1%
• Lines on network (UNE-L)	52%	65%
• QUALITY certifications	0	3,100
• Revenue	\$992MM	\$869MM
• Gross margin %	37.4%	42.6%
• Cost savings	\$ 75MM	\$114MM
• Total SG&A	\$350MM	\$312MM
• Adjusted EBITDA	\$ 21MM	\$58MM

All key operational goals met... well positioned for future success

2004 Goals



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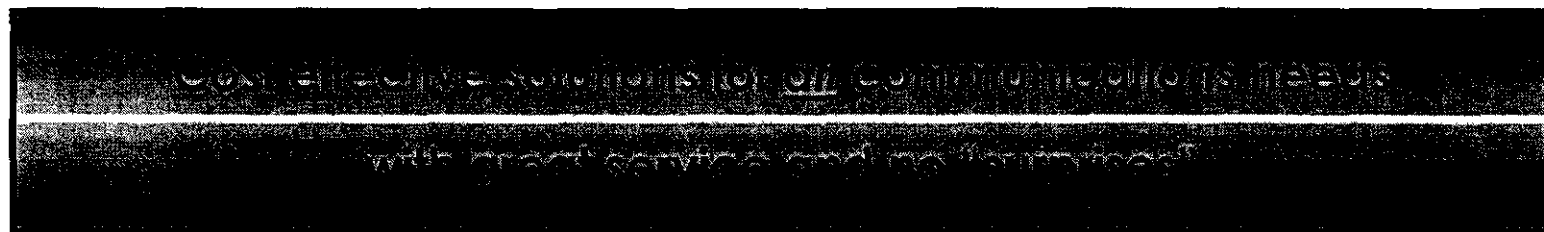
- Continued network quality and reliability
- Maintain customer satisfaction rating >90%
- Continued “first bill” review and accuracy > 99.7%
- Reduce customer churn
- Complete 2004  **QUALITY** training and certification program
- Launch new products: IAD phase 3 (VoIP) and managed services

Summary



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- Complete set of product offerings... Voice, Data and Internet
- Outstanding, experienced management team with proven track record
- Highly trained and committed workforce
- Outstanding operational performance...service delivery, billing and customer care
- Excellent reputation for high quality service
- Commitment to excellent, long-term customer relationships



Multiple proceedings on CLEC access to "Bottleneck" facilities



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- 271 Forbearance
 - 271 approvals just completed
 - Basic premise . . . RBOC obligations continue
 - Independent obligation exists
- VoIP
 - Last-mile facilities cannot be replicated
 - Need Title II access to IP-enabled loop and transport facilities
 - Maintain existing ability to use collocations for VoIP
- Fiber-to-the-Home
 - Home means home -- not curb
 - Slippery slope
 - RBOCs have not curtailed investment
- Broadband NPRM
 - Residential only; Retail
 - Not wholesale or underlying facilities

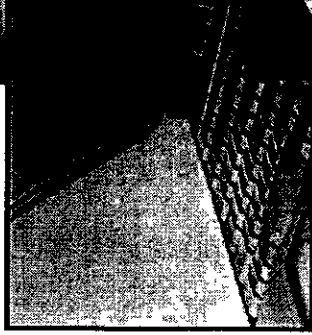
The individual impact, much less cumulative, could erode structural competition

Key Requirements



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- **Loops** Continued unbundled access and full use at TELRIC
- **EELS** Continued unbundled access and full use at TELRIC
- **Transport** Continued unbundled access and full use at TELRIC
- **Switchport** 1 – 2 year transition @ TELRIC pricing in competitive markets
- **Pricing**
 - UNEs at TELRIC
 - “Just and Reasonable” for non-UNEs
 - strict and expedited enforcement
 - All pricing subject to imputation
 - NRCs continue to be a barrier to facilities-based competition



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